

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fleet Retail Group, LLC	FORMERLY Fleet Retail Group, Inc.	12/28/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., As Collateral Agent
Street Address:	40 Broad Street
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	National Banking Association:

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	1792707	ALEXANDER LLOYD
Registration Number:	2443351	B&T FACTORY STORE
Registration Number:	2415558	B&T BIG & TALL FACTORY STORE
Registration Number:	1553379	BIG & TALL
Registration Number:	2080852	BIG & TALL CASUAL MALE
Registration Number:	2159159	CANYON RIDGE
Registration Number:	2838614	CASUAL MALE
Registration Number:	2198042	CASUAL MALE
Registration Number:	2036883	CASUAL MALE BIG & TALL
Registration Number:	2080851	CASUAL MALE BIG & TALL
Registration Number:	3067127	DRY-ACTION
Registration Number:	2997389	FLEX-ZONE
Registration Number:	2810224	GLACIER TEC

CH \$865.00 1792707

Registration Number:	2490404	GRADE A JEANS
Registration Number:	2635630	GRANDE CENTRAL BIG & TALL CLOTHING CO.
Registration Number:	2531456	HARBOR BAY
Registration Number:	2471393	HB SPORT HARBOR BAY
Registration Number:	2566969	H B SPORT HARBOR BAY
Registration Number:	1034385	HIGH AND MIGHTY
Registration Number:	1171694	HIGH & MIGHTY
Registration Number:	1974456	HIMALAYA
Registration Number:	1975575	HIMALAYA OUTFITTERS
Registration Number:	2018824	NATURAL EXCHANGE BY ALEXANDER LLOYD
Registration Number:	2938844	NECK-RELAXER
Registration Number:	2652826	REPP
Registration Number:	2667795	REPP
Registration Number:	1242946	REPP, LTD.
Registration Number:	2346534	REPP TECH
Registration Number:	2975701	ROCHESTER SPORT FOR BIG & TALL MEN
Registration Number:	2997388	STAIN-FIGHTER
Registration Number:	2643269	THINK BIG
Registration Number:	2324049	THINK BIG
Registration Number:	2802643	THINK BIG
Registration Number:	2650656	WAIST-RELAXER

CORRESPONDENCE DATA

Fax Number: (703)415-1557
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 703-415-1555
Email: mail@specializedpatent.com
Correspondent Name: Christopher E. Kondracki
Address Line 1: 2001 Jefferson Davis, Hwy., Suite 1007
Address Line 4: Arlington, VIRGINIA 22202

ATTORNEY DOCKET NUMBER:	6120803A
NAME OF SUBMITTER:	Christopher E. Kondracki
Signature:	/Christopher E. Kondracki/
Date:	01/10/2007

Total Attachments: 3

TRADEMARK
REEL: 003458 FRAME: 0759

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ASSIGNMENT OF AMENDED AND RESTATED TRADEMARK AND TRADEMARK
APPLICATIONS SECURITY AGREEMENT

ASSIGNMENT made as of the 28th day of December, 2006, by FLEET RETAIL GROUP, LLC (f/k/a Fleet Retail Group, Inc.), a Delaware limited liability company, as collateral agent for certain lenders (hereinafter, the "Assignor"), to BANK OF AMERICA, N.A., a national banking association, as collateral agent for certain lenders (hereinafter, the "Assignee").

W I T N E S S E T H

WHEREAS, Designs Apparel, Inc., a Delaware corporation, entered into an Amended and Restated Trademark and Trademark Applications Security Agreement, dated as of October 29, 2004 (the "Agreement"), with Assignor with respect to certain trademarks, trademark licenses, and TM Collateral, including, without limitation, the trademarks, trademark licenses, and TM Collateral set forth and described in Schedule A annexed hereto and made a part hereof (collectively, the "Intellectual Property") (capitalized terms used herein and not defined herein shall have the meanings assigned to such terms in the Agreement);

WHEREAS, the Agreement was recorded in the Assignment Division of the United States Patent and Trademark Office on November 19, 2004, at Reel 002980, Frame 0500; and


WHEREAS, Assignor desires to transfer and assign to Assignee all of Assignor's right, title and interest in and to such Agreement and such Intellectual Property;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, transfer, assign, convey and set over to Assignee, its successors, assigns and legal representatives, all of the right,

title and interest of Assignor in and to the Agreement and the Intellectual Property. Assignor makes no representation whatsoever as to the current status of the Intellectual Property listed on Schedule A as a "registration" or as an "application", including, without limitation, as to whether such issuances have been withdrawn or invalidated, or otherwise affected, or such applications have been withdrawn, denied, or granted or otherwise affected.

IN WITNESS WHEREOF, Assignor has duly executed this Assignment as of the date and year first above written.

FLEET RETAIL GROUP, LLC

By: 
Name: Kathleen Dimock
Title: Managing Director

SCHEDULE A

UNITED STATES TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>OWNER</u>	<u>REGISTRATION NUMBER</u>
ALEXANDER LLOYD	Designs Apparel, Inc.	1792707
B&T FACTORY STORE & design (SM)	Designs Apparel, Inc.	2443351
B&T BIG & TALL FACTORY STORE & design (SM)	Designs Apparel, Inc.	2415558
BIG & TALL & design (SM) (stylized)(yellow)	Designs Apparel, Inc.	1553379 (Supp.)
BIG & TALL CASUAL MALE & design (SM)	Designs Apparel, Inc.	2080852
CANYON RIDGE	Designs Apparel, Inc.	2159159
CASUAL MALE	Designs Apparel, Inc.	2838614
CASUAL MALE (SM)	Designs Apparel, Inc.	2198042
CASUAL MALE BIG & TALL (SM)	Designs Apparel, Inc.	2036883
CASUAL MALE BIG & TALL & design (SM)	Designs Apparel, Inc.	2080851
DRY-ACTION	Designs Apparel, Inc.	3067127
FLEX-ZONE	Designs Apparel, Inc.	2997389
GLACIER TEC	Designs Apparel, Inc.	2810224
GRADE A JEANS	Designs Apparel, Inc.	2490404
GRANDE CENTRAL BIG & TALL CLOTHING CO.	Designs Apparel, Inc.	2635630
HARBOR BAY	Designs Apparel, Inc.	2531456
HB SPORT HARBOR BAY	Designs Apparel, Inc.	2471393
HB SPORT HARBOR BAY & design	Designs Apparel, Inc.	2566969
HIGH AND MIGHTY	Designs Apparel, Inc.	1034385
HIGH & MIGHTY (SM)	Designs Apparel, Inc.	1171694
HIMALAYA	Designs Apparel, Inc.	1974456
HIMALAYA OUTFITTERS	Designs Apparel, Inc.	1975575
NATURAL EXCHANGE BY ALEXANDER LLOYD	Designs Apparel, Inc.	2018824
NECK-RELAXER	Designs Apparel, Inc.	2938844
REPP	Designs Apparel, Inc.	2652826 (Supp.)
REPP (SM)	Designs Apparel, Inc.	2667795
REPP, LTD. & design	Designs Apparel, Inc.	1242946
REPP TECH	Designs Apparel, Inc.	2346534
ROCHESTER SPORT FOR BIG & TALL MEN	Designs Apparel, Inc.	2975701
STAIN-FIGHTER	Designs Apparel, Inc.	2997388
THINK BIG	Designs Apparel, Inc.	2643269
THINK BIG (SM)	Designs Apparel, Inc.	2324049
THINK BIG (multi-classification novelty items)	Designs Apparel, Inc.	2802643
WAIST-RELAXER	Designs Apparel, Inc.	2650656